

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
CORPUS CHRISTI DIVISION

In re:		Chapter 11
SOUTHCROSS HOLDINGS LP, et al,		Case No. 16-20111
Debtors		Jointly Administered

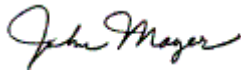
**OBJECTION OF CATERPILLAR FINANCIAL SERVICES CORPORATION
TO THE DEBTORS' MOTION FOR INTERIM AND FINAL ORDERS
AUTHORIZING THE DEBTORS TO (I) CONTINUE THE MLP
INTERCOMPANY TRANSACTIONS AND PAY PREPETITION AMOUNTS
RELATED THERETO AND (II) ASSUME THE CONTRIBUTION AGREEMENT
AND PAY AMOUNTS RELATED THERETO
(doc 12)**

Comes now Caterpillar Financial Services Corporation (“Caterpillar Financial”) a creditor and party in interest and objects to the Debtors’ Motion for Entry of Interim and Final Orders Authorizing the Debtors to (I) Continue the MLP Intercompany Transactions and Pay Prepetition Amounts Related Thereto and (II) Assume the contribution Agreement and Pay Amounts Related Thereto (doc 12, the “Motion”), and respectfully represents:

1. The Motion would authorize the Debtors to pay prepetition claims and debts of its non-bankrupt subsidiaries, which are subordinate to the prepetition claims of general unsecured creditors, to the detriment of the estate and to creditors of the estate.
2. The Debtors’ non bankrupt subsidiaries are insiders of the Debtors, and their prepetition claims are subordinate to the claims of general unsecured creditors. Such claims should not be paid except pursuant to a confirmed plan of reorganization, and such claims may not be allowed any distribution unless all allowed claims of higher priority, including general unsecured claims, are satisfied in full. *In re Ahlers*, 485 U.S. 197, 108 S.Ct. 963 (1988).

Respectfully submitted,

ROSS, BANKS, MAY, CRON & CAVIN, P.C.

By: 

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Services Corporation

CERTIFICATE OF SERVICE

I certify that true copies of this objection were served upon all persons and parties who have entered an appearance in this case electronically by means of the Court's CM/ECF system on March 30, 2016.



John Mayer